

ATLAS AIR WORLDWIDE HOLDINGS INC  
Form 8-K  
September 21, 2011

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

September 16, 2011

Atlas Air Worldwide Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware

001-16545

13-4146982

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

2000 Westchester Avenue, Purchase, New  
York

10577

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

914-701-8000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



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**Item 1.01 Entry into a Material Definitive Agreement.**

On September 16, 2011, Atlas Air, Inc. ("Atlas"), a wholly-owned subsidiary of Atlas Air Worldwide Holdings, Inc. ("AAWW"), notified The Boeing Company ("Boeing") of its decision to exercise its right under Purchase Agreement No. 3134, dated as of September 8, 2006, between Atlas and Boeing (the "Agreement") to terminate such Agreement with respect to the first three 747-8F aircraft scheduled to be delivered to Atlas under the Agreement. Atlas terminated the Agreement with respect to these three aircraft due to lengthy delays in delivery of the aircraft and performance considerations. Nine 747-8F aircraft remain on order under the Agreement, as well as one option and 13 purchase rights.

**Item 7.01 Regulation FD Disclosure.**

On September 21, 2011, AAWW issued a press release relating to the above matters. A copy of the press release is furnished as Exhibit 99 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

99 Atlas Air Worldwide Holdings, Inc. press release, dated September 21, 2011

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

*September 21, 2011*

Atlas Air Worldwide Holdings, Inc.

By: */s/ Adam R. Kokas*

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*Name: Adam R. Kokas*

*Title: Senior Vice President, General Counsel and Secretary*

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Exhibit Index

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99	Atlas Air Worldwide Holdings, Inc. press release, dated September 21, 2011